

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
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**ORDER GRANTING DEBTORS' SIXTY-SECOND OMNIBUS  
OBJECTION TO CLAIMS (SETTLED DERIVATIVE CLAIMS)**

Upon the sixty-second omnibus objection to claims, dated October 13, 2010 (the "Sixty-Second Omnibus Objection to Claims"),<sup>1</sup> of Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), pursuant to section 502(b) of title 11 of the United States Code, Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 6664], seeking to reduce, reclassify (in certain instances), and modify the Debtor entity (in certain instances), and allow the Settled Derivative Claims on the grounds that the Debtor counterparty and claimants have agreed upon a claim value and, in certain instances, a classification and Debtor counterparty that is not currently reflected on the proof of claim, all as more fully described in the Sixty-Second Omnibus Objection to Claims; and due and proper notice of the Sixty-Second Omnibus Objection to Claims having been provided to (i) the U.S. Trustee; (ii) the attorneys for the Creditors' Committee; (iii) the Securities and Exchange Commission; (iv) the Internal Revenue Service; (v) the United States Attorney for the Southern District of New York;

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<sup>1</sup> Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Debtors' Sixty-Second Omnibus Objection to Claims.

(vi) each claimant listed on Exhibit A attached to the Sixty-Second Omnibus Objection to Claims; and (vii) all other parties entitled to notice in accordance with the procedures set forth in the second amended order entered on June 17, 2010 governing case management and administrative procedures for these cases [Docket No. 9635]; and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Sixty-Second Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the Sixty-Second Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the relief requested in the Sixty-Second Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that each Settled Derivative Claim listed on Exhibit 1 annexed hereto is hereby modified and allowed in the amount and classification and against the Debtor that is set forth on Exhibit 1 under the column headings “*Modified Debtor*,” “*Modified Amount*,” and “*Modified Class*”; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object and defend on any basis are expressly reserved with respect to any claim listed on Exhibit A to the Sixty-Second Omnibus Objection to Claims that does not appear on Exhibit 1 annexed hereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine

all matters arising from or related to this Order.

Dated: New York, New York  
December 1, 2010

*s/ James M. Peck*  
Honorable James M. Peck  
United States Bankruptcy Judge

# EXHIBIT 1

## IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

## OMNIBUS OBJECTION 62: EXHIBIT 1 - SETTLED DERIVATIVE CLAIMS

ASSERTED							MODIFIED		
	NAME	CLAIM #	FILED DATE	DEBTOR	CLASS	AMOUNT	DEBTOR	CLASS	AMOUNT
1	BANK OF SCOTLAND PLC ATTN: OLIVER BASI 33 OLD BROAD STREET LONDON, EC2N 1HZ UNITED KINGDOM	17718	09/18/2009	Lehman Brothers Holdings Inc.	Unsecured	\$125,805,379.00*	Lehman Brothers Holdings Inc.	Unsecured	\$90,965,574.96
2	BANK OF SCOTLAND PLC ATTN: OLIVER BASI 33 OLD BROAD STREET LONDON, EC2N 1HZ UNITED KINGDOM	17720	09/18/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$125,805,379.00*	Lehman Brothers Special Financing Inc.	Unsecured	\$90,965,574.96
3	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF FINDOMESTIC BANCA S.P.A. ATTN: ALPHA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	45257	10/23/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$116,528.00	Lehman Brothers Special Financing Inc.	Unsecured	\$57,827.38
4	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF FINDOMESTIC BANCA SPA ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVE, STE 425 GREENWICH, CT 06830	45290	10/23/2009	Lehman Brothers Holdings Inc.	Unsecured	\$116,528.00	Lehman Brothers Holdings Inc.	Unsecured	\$57,827.38

\* - Indicates claim contains unliquidated and/or undetermined amounts

## IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

## OMNIBUS OBJECTION 62: EXHIBIT 1 - SETTLED DERIVATIVE CLAIMS

ASSERTED							MODIFIED		
	NAME	CLAIM #	FILED DATE	DEBTOR	CLASS	AMOUNT	DEBTOR	CLASS	AMOUNT
5	FORE MULTI STRATEGY MASTER FUND, LTD C/O SEWARD & KISSEL LP ATTN: LAURIE R. BINDER, ESQ ONE BATTERY PARK PLAZA NEW YORK, NY 10004	11977	09/14/2009	Lehman Brothers Special Financing Inc.	Secured Unsecured  Subtotal	\$110,879.13* \$2,013,488.77*  \$2,124,367.90	Lehman Brothers Special Financing Inc.	Unsecured	\$1,630,477.00
6	FORE MULTI STRATEGY MASTER FUND, LTD C/O SEWARD & KISSEL LP ATTN: LAURIE R. BINDER, ESQ ONE BATTERY PARK PLAZA NEW YORK, NY 10004	11978	09/14/2009	Lehman Brothers Holdings Inc.	Secured Unsecured  Subtotal	\$110,879.13* \$2,013,499.77*  \$2,124,378.90	Lehman Brothers Holdings Inc.	Unsecured	\$1,630,477.00
7	GOLDSBERG CORPORATION ZONAMERICA BUSINESS & TECHNOLOGY PARK ED B3 OF 102 ADMINISTRATIVE OFFICE MONTEVIDEO, 91600 URUGUAY	40786	10/16/2009	Lehman Brothers Commercial Corporation	Unsecured	\$482,259.81	Lehman Brothers Commercial Corporation	Unsecured	\$415,000.00

\* - Indicates claim contains unliquidated and/or undetermined amounts

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	NAME	CLAIM #	FILED DATE	DEBTOR	CLASS	AMOUNT	DEBTOR	CLASS	AMOUNT
8	INTERCONTINENTAL OLYMPIC CLOVER CREEK, LLC C/O OLYMPIC INVESTORS LLC 2801 ALASKAN WAY, SUITE 200 SEATTLE, WA 98121	12552	09/14/2009	Lehman No Case Asserted/All Cases Asserted	Unsecured	\$68,702.62	Lehman Brothers Derivative Products Inc.	Unsecured	\$63,164.59
9	LAKEWOOD AT PIEDMONT LIMITED PARTNERSHIP ATTN: RICHARD HALEY PICERNE DEVELOPMENT CORPORATION OF FLORIDA C/O RICHARD R. HALEY ALTAMONTE SPRINGS, FL 32714	8540	08/17/2009	Lehman Brothers Holdings Inc.	Unsecured	\$86,651.20	Lehman Brothers Derivative Products Inc.	Unsecured	\$13,000.00
10	PUERTO RICO FIXED INCOME FUND V INC ATTN: RICARDO RAMOS 250 MUNOZ RIVERA AVE 10TH FLOOR SAN JUAN, PR 00918	12791	09/15/2009	Lehman Brothers Holdings Inc.	Unsecured	\$202,321.19*	Lehman Brothers Holdings Inc.	Unsecured	\$207,215.00

\* - Indicates claim contains unliquidated and/or undetermined amounts

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	NAME	CLAIM #	FILED DATE	DEBTOR	CLASS	AMOUNT	DEBTOR	CLASS	AMOUNT
11	PUERTO RICO FIXED INCOME FUND V INC ATTN: RICARDO RAMOS 250 MUNOZ RIVERA AVE 10TH FLOOR SAN JUAN, PR 00918	12792	09/15/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$202,364.25*	Lehman Brothers Special Financing Inc.	Unsecured	\$207,215.00
12	RIVERSOURCE LIFE INSURANCE COMPANY ATTN: ASSET MANAGEMENT LEGAL 5228 AMERIPRISE FINANCIAL CENTER MINNEAPOLIS, MN 55419	24189	09/21/2009	Lehman Brothers Holdings Inc.	Unsecured	\$2,724,397.04	Lehman Brothers Holdings Inc.	Unsecured	\$1,410,921.20
13	RIVERSOURCE LIFE INSURANCE COMPANY ATTN: ASSET MANAGEMENT LEGAL 5228 AMERIPRISE FINANCIAL CENTER MINNEAPOLIS, MN 55419	25570	09/21/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$2,724,397.04	Lehman Brothers Special Financing Inc.	Unsecured	\$1,410,921.20

\* - Indicates claim contains unliquidated and/or undetermined amounts



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	NAME	CLAIM #	FILED DATE	DEBTOR	CLASS	AMOUNT	DEBTOR	CLASS	AMOUNT
14	SHIZUOKA BANK LTD., THE TREASURY ADMINISTRAION AND INTERNATIONAL DEPARTMENT - 2-1, KUSANAGI-KITA, SHIMIZU-KU, SHIZUOKA-SHI , 424-8677 JAPAN	17813	09/18/2009	Lehman Brothers Holdings Inc.	Unsecured	\$521,071.72*	Lehman Brothers Holdings Inc.	Unsecured	\$516,000.00
15	SHIZUOKA BANK, LTD, THE 7-2 NIHONBASHIHONCH O 3-CHOME CHUO-KU, TOKYO, 103- 0023 JAPAN	17812	09/18/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$521,071.72*	Lehman Brothers Special Financing Inc.	Unsecured	\$516,000.00
16	TVO COACH HOUSE NORTH LLC TVO COACH HOUSE NORTH LLC C/O RESOURCE INVESTMENT LIMITED, LLC 4300 HADDONFIELD ROAD, SUITE 314 PENNSAUKEN, NJ 08109	14754	09/17/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$15,507.17	Lehman Brothers Special Financing Inc.	Unsecured	\$4,306.67

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	NAME	CLAIM #	FILED DATE	DEBTOR	CLASS	AMOUNT	DEBTOR	CLASS	AMOUNT
17	TVO COACH HOUSE SOUTH LLC TVO COACH HOUSE SOUTH LLC C/O RESOURCE INVESTMENT LIMITED, LLC 4300 HADDONFIELD ROAD, SUITE 314 PENNSAUKEN, NJ 08109	14753	09/17/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$38,770.20	Lehman Brothers Special Financing Inc.	Unsecured	\$10,760.70
18	TVO CORINTH PLACE LLC TVO CORINTH PLACE LLC C/O RESOURCE INVESTMENT LIMITED, LLC 4300 HADDONFIELD ROAD, SUITE 314 PENNSAUKEN, NJ 08109	14755	09/17/2009	Lehman Brothers Special Financing Inc.	Unsecured	\$8,722.63	Lehman Brothers Special Financing Inc.	Unsecured	\$2,432.63
TOTAL						\$263,688,797.39	TOTAL		\$187,107,077.63